



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



## Return of Private Foundation

OMB No 1545-0052

2009

Department of the Treasury  
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning SEP 1, 2009, and ending AUG 31, 2010

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>THE DAVID R. AND PATRICIA D. ATKINSON FOUNDATION</b>		A Employer identification number <b>22-3753685</b>
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite <b>100 OVERLOOK CENTER, 2ND FLOOR</b>		B Telephone number <b>(609) 375-2076</b>
	City or town, state, and ZIP code <b>PRINCETON, NJ 08540</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>21,808,093.</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		1,056.	1,056.		STATEMENT 1
4 Dividends and interest from securities		669,931.	669,931.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		314,601.			
b Gross sales price for all assets on line 6a		9,623,772.			
7 Capital gain net income (from Part IV, line 2)			314,601.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		985,588.	985,588.		
13 Compensation of officers, directors, trustees, etc.		30,000.	17,500.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		4,295.	4,295.		0.
c Other professional fees					
17 Interest					
18 Taxes		<8,370.>	20,502.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		4,978.	4,978.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		30,903.	47,275.		0.
25 Contributions, gifts, grants paid		993,500.			993,500.
26 Total expenses and disbursements. Add lines 24 and 25		1,024,403.	47,275.		993,500.
27 Subtract line 26 from line 12		<38,815.>			
a Excess of revenue over expenses and disbursements			938,313.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

923501  
02-02-10

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2009)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments	970,070.	1,226,342.	1,226,342.		
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 6	20,212,691.	19,917,604.	20,581,751.		
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)	21,182,761.	21,143,946.	21,808,093.		
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons'					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)	0.	0.				
Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.	27 Capital stock, trust principal, or current funds	3,569,538.	3,569,538.		
		28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
		29 Retained earnings, accumulated income, endowment, or other funds	17,613,223.	17,574,408.		
		30 Total net assets or fund balances	21,182,761.	21,143,946.		
	31 Total liabilities and net assets/fund balances	21,182,761.	21,143,946.			

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	21,182,761.
2 Enter amount from Part I, line 27a	2	<38,815.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	21,143,946.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,143,946.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE SCHEDULE ATTACHED			VARIOUS	VARIOUS
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 9,623,772.		9,309,171.	314,601.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			314,601.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div>                     { If gain, also enter in Part I, line 7                      If (loss), enter -0- in Part I, line 7                 </div>	2	314,601.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	<div>                     { If gain, also enter in Part I, line 7                      If (loss), enter -0- in Part I, line 7                 </div>	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2008	1,045,572.	19,989,653.	.052306
2007	1,159,556.	27,544,717.	.042097
2006	781,001.	20,965,409.	.037252
2005	529,082.	16,218,821.	.032621
2004	413,061.	11,523,520.	.035845

2 Total of line 1, column (d)	2	.200121
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.040024
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	22,548,911.
5 Multiply line 4 by line 3	5	902,498.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,383.
7 Add lines 5 and 6	7	911,881.
8 Enter qualifying distributions from Part XII, line 4	8	993,500.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	9,383.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	9,383.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	9,383.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	6,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	6,000.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	67.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	3,450.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2009)

Part VII-A

Statements Regarding Activities (continued)

11

At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

11

X

12

Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

12

X

13

Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

13

X

Website address

N/A

14

The books are in care of

DAVID R. ATKINSON

Telephone no

609-375-2076

Located at

100 OVERLOOK CENTER, 2ND FL, PRINCETON, NJ

ZIP+4

08540

15

Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here

15

N/A

and enter the amount of tax-exempt interest received or accrued during the year

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a

During the year did the foundation (either directly or indirectly):

(1)

Engage in the sale or exchange, or leasing of property with a disqualified person?

Yes

X

No

(2)

Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

Yes

X

No

(3)

Furnish goods, services, or facilities to (or accept them from) a disqualified person?

Yes

X

No

(4)

Pay compensation to, or pay or reimburse the expenses of, a disqualified person?

Yes

X

No

(5)

Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?

Yes

X

No

(6)

Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )

Yes

X

No

b

If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?

N/A

1b

c

Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?

1c

X

2

Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a

At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?

Yes

X

No

If "Yes," list the years

b

Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions )

N/A

2b

c

If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here

3a

Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

Yes

X

No

b

If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)

N/A

3b

4a

Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

4a

X

b

Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?

4b

X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID R. ATKINSON	TRUSTEE			
100 OVERLOOK CENTER, 2ND FL.				
PRINCETON, NJ 08540	1.00	0.	0.	0.
PATRICIA D. ATKINSON	TRUSTEE			
100 OVERLOOK CENTER, 2ND FL.				
PRINCETON, NJ 08540	1.00	0.	0.	0.
STEVEN R. ATKINSON	TRUSTEE			
100 OVERLOOK CENTER, 2ND FL.				
PRINCETON, NJ 08540	3.00	20,000.	0.	0.
PAUL D. ATKINSON	TRUSTEE			
100 OVERLOOK CENTER, 2ND FL.				
PRINCETON, NJ 08540	1.00	10,000.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2009)

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

[illegible]

**Total number of others receiving over \$50,000 for professional services**

## Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

## Expenses

1	N/A	
2		
3		
4		

### Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

<p>Record the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.</p>		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		

<b>Total.</b> Add lines 1 through 3										0.
-------------------------------------	--	--	--	--	--	--	--	--	--	----

Form **990-PF** (2009)



**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	22,063,780.
b	Average of monthly cash balances	1b	828,515.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22,892,295.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	22,892,295.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	343,384.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,548,911.
6	Minimum investment return. Enter 5% of line 5	6	1,127,446.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,127,446.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	9,383.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,383.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,118,063.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,118,063.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,118,063.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	993,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	993,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	9,383.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	984,117.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,118,063.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			993,345.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 993,500.				
a Applied to 2008, but not more than line 2a			993,345.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				155.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				1,117,908.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

THE DAVID R. AND PATRICIA D. ATKINSON  
FOUNDATION

Form 990-PF (2009)

22-3753685 Page 10

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) **N/A**

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

**1 Information Regarding Foundation Managers:**

- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

**SEE STATEMENT 7**

- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number of the person to whom applications should be addressed:

**SEE STATEMENT 8**

- b The form in which applications should be submitted and information and materials they should include

- c Any submission deadlines.

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

## Part XV Supplementary Information (continued)

### 3 Grants and Contributions Paid During the Year or Approved for Future Payment

[illegible]

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments			14	1,056.		
<b>4</b> Dividends and interest from securities			14	669,931.		
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income						
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	314,601.		
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		985,588.		0.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)					13	985,588.

(See worksheet in line 13 instructions to verify calculations )

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]

**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |  |  |            |           |
|--|--|------------|-----------|
| <p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> |  | <b>Yes</b> | <b>No</b> |
|  |  |            |           |
| <b>1a(1)</b>   |  |            | <b>X</b>  |
| <b>1a(2)</b>   |  |            | <b>X</b>  |
| <b>1b(1)</b>   |  |            | <b>X</b>  |
| <b>1b(2)</b>   |  |            | <b>X</b>  |
| <b>1b(3)</b>   |  |            | <b>X</b>  |
| <b>1b(4)</b>   |  |            | <b>X</b>  |
| <b>1b(5)</b>   |  |            | <b>X</b>  |
| <b>1b(6)</b>   |  |            | <b>X</b>  |
| <b>1c</b>  |  |            | <b>X</b>  |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

➔ **Title**

Preparer's  
signature

Firm's name (or yours if self-employed), address, and ZIP code

ZWEIG, RAMICK & ASSOCIATES

2320 FAUNCE ST.

PHILADELPHIA, PA 19152-4112

Date \_\_\_\_\_

11/9/10

☐ Check if self-employed

Preparer's identifying number

FIN ▶

Phone no. (215) 333-8246

Form **990-PF** (2009)

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA	8.
GOLDMAN SACHS	1,048.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,056.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS - NOM	669,931.	0.	669,931.
TOTAL TO FM 990-PF, PART I, LN 4	669,931.	0.	669,931.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,295.	4,295.		0.
TO FORM 990-PF, PG 1, LN 16B	4,295.	4,295.		0.

## FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL 990-PF EXCISE TAX	<28,872.>	0.		0.
WITHHELD FOREIGN TAXES	20,502.	20,502.		0.
TO FORM 990-PF, PG 1, LN 18	<8,370.>	20,502.		0.

---

---

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
-------------	----------------	-----------	---

---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	83.	83.		0.
STATIONERY & POSTAGE	20.	20.		0.
MEETING EXPENSE	4,875.	4,875.		0.
TO FORM 990-PF, PG 1, LN 23	4,978.	4,978.		0.

---

---

---

---

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
-------------	-----------------	-----------	---

---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES - SEE SCHEDULE ATTACHED	19,917,604.	20,581,751.
TOTAL TO FORM 990-PF, PART II, LINE 10B	19,917,604.	20,581,751.

---

---

---

---

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
-------------	--	-----------	---

---

---

NAME OF MANAGER

DAVID R. ATKINSON  
PATRICIA D. ATKINSON



Period Ended August 31, 2010

**PUBLIC EQUITY**

**US EQUITY**

**US STOCKS**

	Quantity	Market Price	Market Value	Unit Cost	Cost Basis
ABBOTT LABORATORIES CMN (ABT)	22,000.00	49.3400	1,085,480.00	46.1485	1,015,267.00
COCA-COLA COMPANY (THE) CMN (KO)	41,000.00	55.8825	2,291,182.50	55.9106	2,292,335.80
COLGATE-PALMOLIVE CO CMN (CL)	20,000.00	73.8400	1,476,800.00	75.5009	1,510,017.00
EMERSON ELECTRIC CO. CMN (EMR)	36,000.00	46.6500	1,679,400.00	42.4505	1,528,219.75
EQT CORPORATION CMN (EQT)	40,000.00	32.6000	1,304,000.00	31.8222	1,272,886.00
FLUOR CORPORATION CMN (FLR)	15,000.00	44.6600	669,900.00	43.5909	653,863.50
J.M. SMUCKER CO. CMN (SJM)	100.00	58.4800	5,848.00		757.55
JOHNSON & JOHNSON CMN (JNJ)	17,000.00	57.0200	969,340.00	59.0415	1,003,705.50
MC DONALDS CORP CMN (MCD)	22,000.00	73.0600	1,607,320.00	71.1695	1,566,169.00
MCCORMICK & CO NON VTG SHRS CMN (MKC)	25,000.00	39.8700	996,750.00	39.9331	998,327.50
MERCK & CO., INC. CMN (MRK)	28,000.00	35.1600	984,480.00	32.9819	923,493.20
NEXTERA ENERGY INC CMN (NEE)	20,000.00	53.7300	1,074,600.00	52.0289	1,040,578.00
PEPSICO INC CMN (PEP)	18,000.00	64.1800	1,155,240.00	61.1000	1,099,800.00

\*This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account. Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit. Not a Deposit. Not FDIC Insured. May Lose Value (Excluding Goldman Sachs Bank Deposit Account, Term Deposits and Certificates of Deposit).

Brokerage and securities services provided by Goldman, Sachs & Co. Bank Deposit Account, Certificate of Deposit Account and Term Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

Portfolio No: 030-17573-1



Statement Detail  
**ATKINSON FOUNDATION**  
Holdings (Continued)

Period Ended August 31, 2010

PUBLIC EQUITY (Continued)				
	Quantity	Market Price	Market Value	Unit Cost
US EQUITY				
US STOCKS				
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	29,000.00	59.8700	1,730,430.00	45.9302
SYSOO CORPORATION CMN (SYO)	45,000.00	27.4900	1,237,050.00	23.9152
TOTAL US STOCKS			18,267,820.50	17,312,821.49
NON-US EQUITY				
NON-US STOCKS				
ARKEMA SPONSORED ADR CMN (ARKAY)	400.00	41.7640	16,705.60	28.4862
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (RDSA)	20,000.00	53.0500	1,061,000.00	50.9107
TOTAL SA SPONSORED ADR CMN (TOT)	26,500.00	46.6500	1,236,225.00	59.4122
TOTAL NON-US STOCKS			2,313,930.60	2,604,031.00
TOTAL PUBLIC EQUITY			20,581,751.10	19,917,604.04

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDDAVID R. & PATRICIA D. ATKINSON  
100 OVERLOOK CENTER  
PRINCETON, NJ 08540TELEPHONE NUMBERFORM AND CONTENT OF APPLICATIONSWRITTEN LETTER, NATURE OF CHARITABLE ORGANIZATION, VERIFICATION OF FEDERAL  
TAX EXEMPT STATUSANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDSONLY ORGANIZATIONS ORGANIZED & OPERATED FOR CHARITABLE PURPOSES WITHIN THE  
MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.-----

THE DAVID R. AND PATRICIA D. ATKINSON FOUNDATION  
GRANTS PAID - 9/1/09 THROUGH 8/31/10

Amount	Alphabetized list	Street	City	State	Zip
1,500	ALPHA House	701 Fifth Avenue North	St. Petersburg	FL	33701
25,000	Alzheimer's Association	225 N Michigan Avenue - Floor 17	Chicago	IL	60611-1676
8,000	American Cancer Society	P O Box 1918	Morristown	NJ	07962
3,000	American Heart Association	1 Union Street - Suite 301	Robbinsville	NJ	08691
5,000	Anchor House	482 Centre Street	Trenton	NJ	08611
4,000	Angel's Wings	601 Hamilton Avenue - Floor 7	Trenton	NJ	08629
6,000	APAW	P.O. Box 162	Princeton Jct	NJ	08550
5,000	Bard Prison Initiative	P O Box 5000	Annandale-on-Hudson	NY	12504-5000
3,500	Boys and Girls Club of Trenton	212 Centre Street	Trenton	NJ	08611
2,500	Bucks County Childrens Museum				
3,000	Camp Hill Village Kimberton Hills, Inc	P O Box 1045	Kimberton	PA	19442
6,000	Canine Partners for Life	P O. Box 170	Cochranville	PA	19330-0170
1,500	Cape May City Volunteer Fire Dept	P O Box 375	Cape May	NJ	08204
200,000	CARE	114 Forrest Avenue - Room 106	Narberth	PA	19072
51,000	Cornell - Atkinson Forum in American Studies	American Studies and ILR - 290 Ive Ithaca	Princeton	NY	14853-3901
5,000	Delaware & Raritan Canal Greenway	One Preservation Place	New York	NJ	08540
15,000	Doctors Without Borders	333 Seventh Avenue - Floor 2	Central Point	NY	10001-5004
5,000	Dogs for the Deaf	10175 Wheeler Road	Long Beach	OR	97502
6,000	Elixir Fund	P O Box 14786	New York	CA	90853
110,000	Environmental Defense	257 Park Avenue South	St. Petersburg	NY	10010
5,000	First Presbyterian Church of St. Petersburg	701 Beach Dr NE	Philadelphia	FL	33701
1,000	Free Library Fdn of Philadelphia (George S Pepper Society)	1901 Vine Street - Suite 111	New York	PA	19103-1189
4,000	Fresh Air Fund	633 Third Avenue	West Windsor	NY	10017
2,000	Friends of West Windsor Open Space	P.O. Box 73	Smithtown	NJ	08550
3,000	Guide Dog Foundation for the Blind	371 E Jencho Turnpike	Trenton	NY	11787-9897
8,000	Habitat for Humanity	601 N Clinton Avenue	Little Rock	NJ	08638-3446
10,000	Heifer Project International	1 World Avenue	Lawrenceville	AR	72202
3,000	Homefront	1880 Princeton Avenue	New York	NJ	08648
10,000	IAVA (Memo. Operation Truth)	770 Broadway - Floor 2	Trenton	NY	10003
12,000	Isles	10 Wood Street	Trenton	NJ	08618
5,000	Lifeline	300 South Clinton Avenue	Trenton	NJ	08618
2,000	Madison Valley Hospital Foundation	P O Box 993	Enis	MT	59729
4,000	Make-A-Wish Foundation	512 Township Line Road - Suite 13	Blue Bell	PA	19422
4,000	Marine Mammal Stranding Center	P O Box 773	Brigantine	NJ	08203
4,000	McCarter Theater	91 University Place	Princeton	NJ	08540
15,000	Meals on Wheels c/o American Red Cross	707 Alexander Road - Suite 101	Princeton	NJ	08540
10,000	Memorial Sloan Kettering Cancer Center	1275 York Avenue	New York	NY	10021

THE DAVID R. AND PATRICIA D. ATKINSON FOUNDATION  
GRANTS PAID - 9/1/09 THROUGH 8/31/10

Amount	Alphabetized list	Street	City	State	Zip
5,000	Mercer County Wildlife Center	P O Box 161	Titusville	NJ	08560
4,000	Mid Atlantic Center for the Arts (MAC)	P O Box 340	Cape May	NJ	08204-0340
171,000	Nature Conservancy, The (Memo Campaign for a Sustainable 15 E Ridge Pike - Suite 500	38 North Main Street	Conshohocken	PA	19428
5,000	New Egypt United Methodist Church Trustees' Fund	93 West Ferry Street	New Egypt	NJ	08533
1,000	New Hope Library	180 West Bridge Street	New Hope	PA	18938-1332
10,000	New Hope Solebury School District Lower Elementary	9 Hardscrabble Road	New Hope	PA	18938
2,000	New Jersey Audubon Society	230 West 41st Street - Suite 1300	Bernardsville	NJ	07924
15,000	New York Times Neediest	253 Witherspoon Street	New York	NY	10036
5,000	Princeton HealthCare System Foundation	1706 Race Street - Floor 2	Princeton	NJ	08450
60,000	Project Forward Leap	223 Hutchinson Road	Philadelphia	PA	19103
1,500	Project Freedom at Hamilton	5777 W Century Blvd. - Suite 800	Robbinsville	NJ	08691
6,000	Prostate Cancer Research Institute	P O Box 746	Los Angeles	CA	90045
1,000	Ray of Hope Foundation	3415 South Sepulveda Blvd - Suite Los Angeles	Beaverton	OR	97075-0746
3,000	Reason Foundation	1739 Snowmass Creek Road	Snowmass	CO	90034-6064
10,000	Rocky Mountain Institute	615 Slaters Lane	Alexandria	VA	22314
35,000	Salvation Army - National Division	P O. Box 375	Morristown	NJ	07963-0375
10,000	Seeing Eye, The	240 East 123rd Street	New York	NY	10035-2038
8,000	STRIVE	72 1/2 Escher Street - Box 872	Trenton	NJ	08605
22,500	Trenton Area Soup Kitchen	102 East Mermaid Lane	Philadelphia	PA	19118
3,000	United Cerebral Palsy of Philadelphia & Vicinity	1414 Westwood Road	Charlottesville	VA	22903-5149
8,000	Virginia Institute of Autism, The	P O Box 11242	Hamilton	NJ	08620
5,000	Visitation Home	150 North Sixth Street	Philadelphia	PA	19106
12,500	WHYY TV 12	1250 24th Street N W - P O Box 5	Washington	DC	20090-7180
20,000	World Wildlife Fund	1140 Edgewood Road	Yardley	PA	19067
2,000	Yardley-Makefield EMS				

993,500

# THE DAVID R. AND PATRICIA D. ATKINSON FOUNDATION

## GOLDMAN SACHS

CAPITAL GAINS (LOSS) 09/01/09 - 8/31/10

Security	Shares	Date Acquired	Date Sold	Sales Price	Cost Basis	Gain or Loss
FXI	38,000	11/10/2008	10/26/2009	1,702,732.38	1,038,087.80	664,644.58
EEM	29,000	4/13/2009	11/2/2009	1,110,013.13	811,130.00	298,883.13
EEM	(39,000)		1/4/2010	1,659,532.09		
	30,000	5/22/2009			961,116.00	
	9,000	4/13/2009			251,730.00	
				1,659,532.09	1,212,846.00	446,686.09
MON	12,500	7/30/2009	5/12/2010	708,008.02	1,076,007.50	(367,999.48)
WMT	20,000	8/25/2009	6/15/2010	1,024,744.66	1,034,402.00	(9,657.34)
BP	(31,000)		6/8/2010	1,067,098.03		
	4,000	2/28/2003			152,920.00	
	2,000	11/11/2003			85,480.00	
	2,000	4/5/2004			105,437.00	
	5,000	2/7/2005			304,400.00	
	4,000	6/28/2005			258,600.00	
	14,000	4/4/2008			880,037.20	
				1,067,098.03	1,786,874.20	(719,776.17)
CL	10,000	8/31/2009	6/28/2010	788,367.66	727,733.00	60,634.66
K	(31,000)		7/22/2010	1,563,275.65		
	10,000	1/4/2010			531,199.00	
	21,000	11/2/2009			1,090,891.20	
				1,563,275.65	1,622,090.20	(58,814.55)

9,623,771.62 9,309,170.70

YTD CAPITAL GAINS: 314,600.92